

EXHIBIT 4

Part 1 of 6

ENDORSED

1 ASHWIN K. ANAND (SBN# 264694)
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 3 RAJ V. ABHYANKER (SBN# 233284)
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6 Attorneys for Plaintiff,
 7 Raj V. Abhyanker

DAVID H. YAMASAKI
 Chief Executive Officer/Clerk
 Superior Court of CA County of Santa Clara
 BY *R. Schwartz* DEPUTY

FILED

DEC - 6 2011

8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
 9
 10 COUNTY OF SANTA CLARA
 11
 12 UNLIMITED JURISDICTION

13 RAJ VASANT ABHYANKER,
 Plaintiff,

14 v.

15 BENCHMARK CAPITAL PARTNERS
 16 VII, L.P., a Delaware limited partnership;
 BENCHMARK CAPITAL
 17 MANAGEMENT CO. VII LLC, a
 Delaware limited liability company;
 NEXTDOOR.COM, INC., a Delaware
 18 corporation; KEVIN R. HARVEY; PETER
 FENTON; MITCH LASKY; J. WILLIAM
 GURLEY; BRET TAYLOR; MICHAEL
 19 CASSIDY; REID G. HOFFMAN;
 PRAKASH JANAKIRAMAN; NIRAV N.
 20 TOLIA; SARAH LEARY; JAMES
 NORRIS; and DOES 1-100,

21 Defendants

CASE NO. 111CV212924
 HON. PETER KIRWAN
 DEPT. 8

FIRST AMENDED COMPLAINT

- (1) MISAPPROPRIATION OF TRADE SECRETS (CAL.CIV.CODE § 3426 *ET SEQ.*);
- (2) FRAUD AND CONSPIRACY TO DEFRAUD;
- (3) CONSTRUCTIVE FRAUD AND AIDING AND ABETTING CONSTRUCTIVE FRAUD;
- (4) NEGLIGENT INTERFERENCE WITH EXISTING AND PROSPECTIVE ECONOMIC ADVANTAGE;
- (5) BREACH OF CONFIDENCE;
- (6) BREACH OF CONTRACT;
- (7) BREACH OF IMPLIED COVENANT OF GOOD FAITH AND FAIR DEALING;
- (8) NEGLIGENT MISREPRESENTATION;
- (9) TORTIOUS INTERFERENCE WITH CONTRACT;
- (10) UNJUST ENRICHMENT;
- (11) UNFAIR COMPETITION UNDER BUSINESS AND PROFESSIONS CODE (CAL.CIV.CODE § 17200 *ET SEQ.*);
- (12) VIOLATIONS OF THE CALIFORNIA CORPORATE SECURITIES LAWS; AND
- (13) CONVERSION

JURY TRIAL DEMANDED

1 Plaintiff Raj Vasant Abhyanker, by his attorneys, alleges as follows on information and
2 belief, except as to those allegations pertaining to his own knowledge and conduct, which are
3 made on personal knowledge:

4 **JURISDICTION AND VENUE**

5 1. Jurisdiction is proper in this Court because the Superior Court is a court of general
6 jurisdiction and because Plaintiff seeks both damages and equitable relief.

7 2. Venue is proper in this Court because Defendants maintain their principal place of
8 business in the County of Santa Clara, and regularly conduct business in this county. All
9 Defendants are residents of Northern California, and either reside in this county or at all times
10 herein, conducted the acts complained of herein in the County of Santa Clara. Plaintiff at all
11 times complained of herein was and is a resident of the County of Santa Clara.

12 **THE PARTIES**

13 **PLAINTIFF**

14 3. Plaintiff Raj V. Abhyanker ("Plaintiff") is a resident of Cupertino, California.
15 Plaintiff is the founder of Center'd Corporation, Inc. ("Center'd"), which was originally named
16 Fatdoor, Inc. He served as the Chief Executive Officer ("CEO") of Fatdoor, Inc. from the
17 inception of the company on October 25, 2006 until August 31, 2007. Plaintiff is the inventor of
18 forty six (46) United States patent applications filed around a concept called Nextdoor/Fatdoor,
19 now owned by Google, Inc. At the time of the wrongful acts by Defendants, Plaintiff owned four
20 million (4,000,000) shares of Center'd's common stock, constituting approximately twenty five
21 percent (25%) of outstanding equity which was fully vested until being restricted after Series B
22 financing, because of the wrongful acts of the Defendants.

23 **DEFENDANTS**

24 4. Upon information and belief, Defendant Benchmark Capital Partner VII, L.P. is a
25 Delaware limited partnership Benchmark Capital and Defendant Benchmark Management Co.
26 VII LLC is a Delaware limited liability company. Both these Defendants will be collectively
27 referred to as "Defendant Benchmark and/or Benchmark" in this First Amended Complaint.
28 Defendant Benchmark is located in San Mateo County at 2480 Sand Hill Road, Suite 200, Menlo

1 Park, California, 94025 and conducts business in the County of San Clara.

2 5. Upon information and belief, Defendant Nextdoor.com, Inc. is a Delaware
3 corporation formed initially as Round Two, Inc. on or about December 4, 2007. Round Two, Inc.
4 changed names to Fanbase, Inc. on or around September 2, 2009. Then, on or about March 29,
5 2011, Fanbase, Inc. changed names again to Nextdoor.com, Inc. The corporate entity remained
6 the same during each of the name changes. Defendant Nextdoor.com, Inc. ("Nextdoor.com, Inc.")
7 is located at 110 Sutter Street, Suite 700, San Francisco, California, 94104 and does business in
8 the County of Santa Clara.

9 6. Upon information and belief, Defendant Kevin R. Harvey ("Harvey") is a resident
10 of Los Gatos, California. Defendant Harvey is a General Partner of Benchmark Capital Partners
11 VII, L.P., and an equity holder in Benchmark Capital Management Co. VII LLC., and through the
12 fund, an equity holder of Nextdoor.com, Inc.

13 7. Upon information and belief, Defendant Peter Fenton ("Fenton") is a resident of
14 San Francisco, California. Fenton is a General Partner of Benchmark Capital Partners VII, L.P.,
15 and an equity holder in Benchmark Capital Management Co. VII LLC., and through the fund, an
16 equity holder of Nextdoor.com, Inc.

17 8. Upon information and belief, Defendant Mitch Lasky ("Lasky") is a resident of the
18 County of Santa Clara, California. Lasky is a General Partner of Benchmark Capital Partners
19 VII, L.P., and an equity holder in Benchmark Capital Management Co. VII LLC., and through the
20 fund an equity holder of Nextdoor.com, Inc.

21 9. Upon information and belief, Defendant J. William Gurley ("Gurley") is a resident
22 of Portola Valley, California. Gurley is a General Partner of Benchmark Capital Partners VII,
23 L.P., and an equity holder in Benchmark Capital Management Co. VII LLC. Gurley is also a
24 Director of Nextdoor.com, Inc.

25 10. Upon information and belief, Defendant Bret Taylor ("Taylor") is a resident of Los
26 Gatos, California. Taylor is the Chief Technology Officer of Facebook, Inc. and was a former
27 Entrepreneur-In-Residence ("EIR") at Benchmark Capital Partners VII, L.P.

28 11. Upon information and belief, Defendant Michael Cassidy ("Cassidy") is a resident

1 of the County of Santa Clara, California and was a former EIR at Defendant Benchmark.

2 12. Upon information and belief, Defendant Reid G. Hoffman ("Hoffman") is a
3 resident of Los Altos, California. Hoffman is an internet entrepreneur and the Founder of
4 LinkedIn Corporation. Hoffman previously performed due diligence for Defendant Benchmark.

5 13. Upon information and belief, Defendant Prakash Janakiraman ("Janakiraman") is a
6 resident of San Francisco, California. Janakiraman is the Co-Founder and Vice President of
7 Engineering at Nextdoor.com, Inc. and was a former employee of Google, Inc.

8 14. Upon information and belief, Defendant Nirav Tolia ("Tolia") is a resident of San
9 Francisco, California. Tolia is the CEO and Co-Founder of Nextdoor.com, Inc., formed on or
10 about December 4, 2007 as Round Two, Inc. Tolia was a former EIR at Defendant Benchmark.

11 15. Upon information and belief, Defendant Sarah Leary ("Leary") is a resident of
12 Redwood City, California. Leary is the Vice President of Marketing and the Co-Founder of
13 Nextdoor.com, Inc., formed on or about December 4, 2007 as Round Two, Inc. Leary was a
14 former EIR at Defendant Benchmark.

15 16. Defendant James Norris ("Norris") is a resident of Mountain View, California.
16 Norris was a former EIR at Defendant Benchmark.

17 17. The true names and capacities of Defendants named DOES 1-100, inclusive,
18 whether individual, corporate, associate, or otherwise, are presently unknown to Plaintiff.
19 Plaintiff therefore sues these Defendants by these fictitious names. Plaintiff will amend his
20 Complaint to substitute true names and capacities when they have been ascertained. Plaintiff is
21 informed and believes, on the basis of that information and belief alleges that each of the
22 fictitiously-named Defendants is responsible in some manner for the occurrences herein alleged.

23 18. By reason of their positions and relationships with Fatdoor, Inc. and Plaintiff
24 including their access to non-public information concerning Fatdoor, Inc. and the timing,
25 structure, and terms of the transaction at issue in this action, the Defendants were and are
26 fiduciaries to the Plaintiff. In engaging in the wrongful conduct alleged herein, Defendants
27 pursued a common course of conduct, acted in concert with each other, and conspired with one
28 and other, in furtherance of their common plan, scheme or design. In addition, each of the

Defendants aided and abetted each other in breach of their respective fiduciary duties, as alleged herein. In aiding and abetting the other breaches of fiduciary and professional duties, the Defendants rendered substantial assistance to the other Defendants with knowledge or in reckless disregard of the breaches of duty committed by such Defendants.

NATURE OF THE ACTION

19. Plaintiff is a former owner of the common stock and vested options to purchase common stock of Center'd (d/b/a Nextdoor.com, d/b/a Fatdoor.com, d/b/a Centerd.com, d/b/a the Dealmap.com). Center'd was purchased by Google, Inc. on or about July 29, 2011. Between October 25, 2006 and April 2, 2008, Center'd was named Fatdoor, Inc.

20. Plaintiff is a founder and former CEO of Fatdoor, Inc., a Delaware corporation formed on October 25, 2006. Plaintiff is the lead inventor on forty six (46) United States patent applications and six (6) international PCT patent applications filed by Fatdoor, Inc. relating to the Nextdoor/Fatdoor concept and covering a wide variety of geo-spatial database, architecture, and application technologies associated with neighborhood communication and geo-spatial social networking. As of the filing of this First Amended Complaint, two of these patent applications have issued into granted United States Patents Nos. 7,966,567 and 8,064,590. In addition, at least two more patent applications related to the Nextdoor/Fatdoor concept are close to issuance, including United States published patent application numbers 11/784,137, and 11/900,364.

21. Defendants opportunistically misappropriated and stole trade secrets, business plans, unpublished confidential patent applications, knowhow, and software technologies regarding the Nextdoor/Fatdoor concept from Plaintiff and Fatdoor, Inc. through false and misleading representations and omissions of material facts concerning Defendant Benchmark's financial affairs, business operations, and prospects. Furthermore, Defendants actively interfered with the operations of Fatdoor, Inc. with respect to the Nextdoor/Fatdoor concept causing the company to abandon its plans to pursue the domain Nextdoor.com, the Nextdoor/Fatdoor business model for neighborhood social networking, and causing Plaintiff to be terminated from the company.

22. In less than six months after misappropriating confidential trade secrets, business

1 plans, unpublished confidential patent applications, knowhow, and software technologies related
2 to the Nextdoor/Fatdoor concept, Defendants independently formed a new corporation, Round
3 Two, Inc., a Delaware corporation formed on or about December 4, 2007. Round Two, Inc.
4 changed names to Fanbase, Inc. on or about September 2, 2009, and then to Nextdoor.com, Inc.
5 on or about March 29, 2011.

6 23. The nature and business of Nextdoor.com, Inc. was made public on or about
7 October 16, 2011 as will be described herein. The entire basis for Nextdoor.com, Inc.'s business
8 rests on these stolen and opportunistically misappropriated materials, some of which are now
9 owned by Google, Inc. through its acquisition of the Nextdoor/Fatdoor patent portfolio of
10 Center'd Corporation (see Exhibit H). According to an Economic Times report on or about
11 October 26, 2011, Defendant Benchmark funded Nextdoor.com, Inc. with between ten (10) and
12 fifteen (15) million dollars in equity capital from approximately between December 2007 and
13 October 2011.

14 24. Absent Defendants' fraudulent scheme to interfere with the business operations of
15 Fatdoor, Inc. following funding by a competing venture capitalist, Norwest Capital ("Norwest"),
16 Plaintiff would have remained gainfully employed and Fatdoor, Inc. would not have abandoned
17 the pursuit of its original and novel Nextdoor/Fatdoor neighborhood social networking concept
18 that Plaintiff invented and developed. In addition, Plaintiff's restricted shares would have
19 continued to mature and increase in value as Plaintiff was the Founder and the largest common
20 shareholder in Fatdoor, Inc., prior to the company's sale to Google, Inc.

21 25. On or about the summer of 2007, Defendants learned about the Nextdoor/Fatdoor
22 concept after representing to Plaintiff that they were not developing anything similar in the space,
23 and after clearing all conflicts of interest in writing. Due to the fraudulent and deceitful acts of
24 Defendants, Plaintiff lost his employment and salary with Fatdoor, Inc., along with restricted
25 common stock and the opportunity to build something he invented and developed.

26 26. In addition, during that same time, Defendants knowingly, purposefully,
27 recklessly, and negligently conspired to opportunistically steal and misappropriate confidential
28 trade secrets from Plaintiff with respect to the Nextdoor/Fatdoor concept to start Nextdoor.com,

1 Inc.

2 27. The Nextdoor/Fatdoor concept was originally created by Plaintiff on or about
3 August 2005 while running for Cupertino City Council. At that time, Plaintiff was surprised by
4 the lack of web based tools available to create walking maps of neighborhoods, and to annotate
5 information regarding neighbors around a particular residence. Plaintiff initially developed the
6 Nextdoor/Fatdoor concept as a mash up of maps created using MapQuest and a Wikipedia style
7 entry page for each neighbor that he met. A conception document was first prepared on or about
8 August 21, 2005 and clearly included the name "Nextdoor." Particularly, the document was
9 titled: "NextDoor.com Specification Draft 1 - August 21, 2005 "Get to know your neighbors.""

10 28. The conception document contained several paragraphs including:

11 "What we are trying to create is a way to create a way for
12 neighbors to get to know each other and their surrounding
13 businesses more easily through the Internet. The UI of the site
14 will have a map of your home with a social networking page pop
15 up on the right when one clicks a particular home/location. There
16 will be no information about prices of a home, no information
17 about the number of bedrooms of a home, etc. People will be the
18 focus, not the real estate."

19 29. The document was improved and modified on or about November 2006 and
20 submitted as an attachment in the Nextdoor/Fatdoor diligence folder to Defendants Benchmark,
21 Harvey, Fenton, Lasky, Gurley, Taylor, Cassidy and Norris on or about June 22, 2007 (see
22 Exhibit B). The document included the following statement:
23

24 "Note: we don't have the domain nextdoor.com yet, ive placed a
25 bid on it. We do have modernvillage.com, but im trying to find a
26 better name, let me know if you find something that is better and
27 available for sale. Should know about nextdoor.com by the end of
28 this week." (See Exhibit B) [sic].

29 30. Plaintiff and Fatdoor, Inc. intended to purchase the Nextdoor.com domain name
30 shortly after Series B funding. Plaintiff worked diligently between on or about August 21, 2005
and June 15, 2006 to get the Nextdoor/Fatdoor website launched along with his business partner
and assistant Babar Rana ("Rana"). During this period, Rana created screenshots and wireframes
of the Nextdoor/Fatdoor concept using PowerPoint showing the name "Nextdoor" (see Exhibit

1 A). There were two mockup images of the Nextdoor/Fatdoor concept shared by Plaintiff with
2 Defendants Benchmark, Harvey, Fenton, Lasky, Gurley, Taylor, Cassidy and Norris on or about
3 on June 22, 2007 (see Exhibit A). The first mockup image showed a photograph of Rana, with a
4 personal profile wall feed from neighbors who provided comments on Rana's wall. A search area
5 box read "search neighborhood." The word "Nextdoor" was clearly shown in the upper, left-hand
6 side of the screenshot. A map was shown in the screenshot illustrating the location of Rana's
7 hypothetical home and images indicating which neighbors had and had not joined the
8 neighborhood surrounding Rana's home. (See Exhibit A). Rana worked with Plaintiff shortly
9 after the conception of the Nextdoor/Fatdoor concept on or about August 21, 2005 until at least
10 October 2007. Rana is currently a Senior Product Manager in the Localization team at Google,
11 Inc. as of the filing of this First Amended Complaint.

12 31. The second mockup image of the Nextdoor/Fatdoor concept prepared by Rana
13 between on or about August 21, 2005 and June 15, 2006, and shared with the Defendants
14 Benchmark, Harvey, Fenton, Lasky, Gurley, Taylor, Cassidy and Norris on or about June 22,
15 2007, also visibly and clearly showed the name "Nextdoor" in the upper, left-hand side of the site
16 as well. A message appeared on that mockup stating, "[g]et to know your neighbors." Plaintiff's
17 home was pictured on the map, along with photos of Plaintiff's family and next door residential
18 and business neighbors visible on a map.

19 32. These screenshots provided to Defendants Benchmark, Harvey, Fenton, Lasky,
20 Gurley, Taylor, Cassidy and Norris on or about June 22, 2007, were included as part of an
21 investor diligence package that very same day. The conception mockups were also included as
22 part of the diligence package given to Defendants Benchmark, Harvey, Fenton, Lasky, Gurley,
23 Taylor, Cassidy and Norris on or about Friday, June 22, 2007. In these conception mockups, the
24 name "Nextdoor" was clearly visible.

25 33. The name "Nextdoor" is found in at least three patent applications (an
26 International PCT application titled "MAP BASED NEIGHBORHOOD SEARCH AND
27 COMMUNITY CONTRIBUTION and filed on March 5, 2007; a provisional patent application
28 titled "METHOD AND APPARATUS OF A NEIGHBORHOOD EXPRESSION AND USER

CONTRIBUTION SYSTEM and filed on October 24, 2006; and a utility patent application (see below) filed on November 22, 2006) filed by Fatdoor, Inc. Plaintiff is the lead inventor on these patent applications. For example, on or about November 22, 2006, Plaintiff prepared and filed the first utility United States Patent Application number 2007/0218900 A1 titled "MAP BASED NEIGHBORHOOD SEARCH AND COMMUNITY CONTRIBUTION" on which the name "Nextdoor.com" was clearly associated as the domain name intended to be used by Fatdoor, Inc. (see page 21, col. 1, paragraph [0236] of Exhibit D) ('900 patent application). This '900 patent application explicitly disclosed and described the Nextdoor.com domain and was private and not published as a public document at the time of disclosure to Defendants Benchmark, Harvey, Fenton, Lasky, Gurley, Taylor, Cassidy and Norris on or about June 22, 2007. The 900' patent application is now a public record searchable worldwide on Google patent search and United States Patent and Trademark Office records ("USPTO"). Particularly, in the '900 patent application, it is written:

"In one embodiment, the methods and systems illustrated in Figures 1-28 enable people to search for things they want e.g. nearby pizzas etc. (e.g., by distance away). Advertisers can 'own' their listing by placing a display ad on **nextdoor.com**.", U.S. patent application 2007/0218900 A1, (page 21, col. 1, paragraph [0236]) (see Exhibit D).

34. The three Fatdoor, Inc. patent applications having the word "Nextdoor.com" had not yet published as a public document at of the time of disclosure of the Nextdoor/Fatdoor concept to Defendants Benchmark, Harvey, Fenton, Lasky, Gurley, Taylor, Cassidy and Norris.

35. Indeed, Plaintiff and Fatdoor, Inc. intended to purchase the Nextdoor.com domain name shortly after Series B funding. Since the name "Nextdoor.com" was expensive to buy, Fatdoor, Inc. used the name "Fatdoor.com" as a second preference until additional funding could be raised after the summer of 2007 to purchase the Nextdoor.com domain. But for the interference by the Defendants in the internal affairs of Fatdoor, Inc., the domain Nextdoor.com would have been purchased by Plaintiff for Fatdoor, Inc. after funding. It was Plaintiff and Fatdoor, Inc.'s intention to purchase the name Nextdoor.com, and change the name of its business

1 accordingly from Fatdoor, Inc. to Nextdoor, Inc. The Defendants opportunistically
 2 misappropriated their confidential knowledge of this fact to illegally convince the Board of
 3 Directors of Fatdoor, Inc. to terminate the employment of Plaintiff, and to purchase the
 4 Nextdoor.com domain for themselves after Plaintiff was terminated.

5 36. On or about October 22, 2006, Plaintiff wrote an email to Rana and two
 6 developers working with Plaintiff on or about the years 2006 and 2007, Mr. Sandeep Sood and
 7 Mr. Ankur Verma, stating:

8 9 “Sandeep, Ankur, and Babar, Lets be careful to tell others about
 9 10 NextDoor, Inc. Even though our patent app has been filed, the
 11 12 name of this game will be EXECUTION and FIRST TO
 12 13 MARKET. As such, the patent app will not be enough protection
 13 14 for us. KEEP THIS THING UNDER THE WRAPS UNTIL
 14 15 LAUNCH. Raj”

15 16 37. Rana, Sood, and Verma have spoken to the Plaintiff and are available to testify
 16 17 consistently with their knowledge of the communications described herein. Upon information and
 17 18 belief, the domain Nextdoor.com belonged to 1550507 Ontario, Inc., (“1550507 Ontario”) a
 18 19 company that did business as Pool.com or about the year 2006. On or about October 22, 2006,
 19 20 Plaintiff sent an email to the correspondent listed for 1550507 Ontario on the Whois record for
 20 21 the Nextdoor.com domain stating:

21 22 19 “Dear Webmaster, I am interested in buying this name
 22 23 www.nextdoor.com. Im willing to pay \$1300 US for it. How can
 23 24 I contact the seller to see if they are willing to sell it? I think the
 24 25 name is registered to you per Namescout.com. The name is not
 25 26 being used. A friend of mine is launching a neighborhood business
 26 27 and wants to use this domain name. Let me know . Raj”

27 28 38. On or about October 24, 2006, a response was received from 1550507 Ontario,
 28 29 stating:

30 31 27 “Thank you for your interest in the domain, www.nextdoor.com.
 31 32 The domain is not currently for sale at this time. Thanks again,
 32 33 webmaster@1550507.ca”

1 39. On or about early 2007, the Whois records showed the owner of Nextdoor.com as
2 Forsyte Corporation ("Forsyte") in Nassau, Bahamas. Upon information, reason, and belief, this
3 may be the same company as 1550507 Ontario because Forsyte has been characterized in the
4 exact same way as 1550507 Ontario in publicly accessible records.

5 40. Then, on or about December 27, 2007, the same month that a company called
6 Round Two, Inc. was formed in Delaware, a private, hidden bidder took over control of the
7 Nextdoor.com domain, and moved it from Pool.com to GoDaddy.com. Upon information and
8 belief, a website "DomainsByProxy" was used to hide the domain purchaser's name, which likely
9 purchased it from Forsyte. The slogan on the website www.domainsbyproxy.com states: "Your
10 Identity is Nobody's business but ours" as of the filing of this First Amended Complaint.

11 41. Upon information and belief, the identity was kept secret until on or about March
12 25, 2010, when there was a sudden public change in the Whois record, indicating the owner as
13 Mr. Kevin Watson ("Watson") of Columbia, Tennessee. Watson is the CEO of Next Door, LLC,
14 a company that specializes in making door frames.

15 42. Plaintiff contacted the seller, Watson, and spoke with him over the phone on or
16 about November 28, 2011. Watson informed Plaintiff that he recalled receiving a number of
17 phone calls from a venture capitalist who wished to purchase the domain Nextdoor.com as soon
18 as he purchased it on or about March 2010. Initially, Watson had wanted hundred thousand
19 dollars (\$100,000.00) for the domain, but later ended up selling the domain for approximately
20 fifty eight thousand five hundred dollars (\$58,500.00) by approximately January 2011. Watson
21 wrote to the Plaintiff on or about November 29, 2011 stating:

22
23 "I purchased Nextdoor.com from Godaddy in March 2010. Sold
24 it in Jan 2011. The person that contacted me was Josh Becker.
25 Keep me informed on this if you don't mind. If you have any more
 questions let me know. Thanks Kevin Watson"

26 In a follow up email after being asked for clarification on the identity of Josh Becker,
27 Watson responded to Plaintiff in an email that same day of November 29, 2011 stating: "Your
28

1 welcome. If I recall he was representing benchmark [sic] I think. I will go back and look at some
 2 emails and see if I can find it all.”.

3 As of the filing of this First Amended Complaint, no further information has been received by
 4 Plaintiff from Mr. Kevin Watson.

5 43. On or about January 14, 2011, the registrant was updated from Watson to
 6 Defendant Janakiraman on Steiner Street in San Francisco, California. Upon information and
 7 belief, Defendant Janakiraman is the Co-Founder of Nextdoor.com, Inc. and previously worked
 8 under Defendant Taylor at Google Maps. A VentureBeat article on or about October 26, 2011
 9 states: “[i]t cost the company \$60,000 to buy the domain name, said Tolia, but he thinks it’s
 10 definitely worth it.” (See: [http://venturebeat.com/2011/10/26/nextdoor-neighborhood-social-](http://venturebeat.com/2011/10/26/nextdoor-neighborhood-social-network/)
 11 [network/](http://venturebeat.com/2011/10/26/nextdoor-neighborhood-social-network/)). Shortly afterward, the registration was updated to Sutter Street in San Francisco,
 12 California. In addition, a trademark application was filed for the word “Nextdoor” on or about
 13 February 8, 2011. (See: <http://www.trademarkia.com/nextdoor-85236918.html>).

14 44. On or around December 15, 2006, Plaintiff showed the Nextdoor/Fatdoor concept
 15 to investor Jeffrey M. Drazan (“Drazan”), a client of Plaintiff’s private law firm. Drazan was
 16 intrigued with the Nextdoor/Fatdoor prototype site that had been built by Plaintiff. On or about
 17 January 5, 2007, Drazan agreed to personally invest five hundred thousand dollars (\$500,000.00)
 18 in the Nextdoor/Fatdoor concept pending clearance from his limited partners. Drazan introduced
 19 Plaintiff to his friend William H. Harris, Jr. (“Harris, Jr.”), the former CEO of Intuit, Inc. and
 20 PayPal that same weekend. Harris, Jr. was immediately impressed with the idea of building the
 21 Nextdoor/Fatdoor social network around the concept of getting to know your neighbors. Plaintiff
 22 met with Drazan and Harris, Jr. in Woodside, California on or about January 15, 2007, during
 23 which Drazan and Harris, Jr. gave Plaintiff a one million dollar (\$1,000,000.00) equity capital
 24 term sheet with attractive terms of fully vested stock for Plaintiff.

25 45. On or about February 1, 2007, Plaintiff independently closed a one million dollar
 26 (\$1,000,000.00) Series A round of equity financing with Drazan and Harris, Jr. for the
 27 Nextdoor/Fatdoor concept.

28 46. Plaintiff then hired Chandu Thota (“Thota”), who Plaintiff recruited from a job

1 post on Craigslist.com and Monster.com, as a salaried, full-time developer, Chief Technical
2 Officer ("CTO"), and Co-Founder of Fatdoor, Inc. one month after funding closed. Thota
3 originally applied to a Monster.com job posting made by Plaintiff on or about November 1, 2006.

4 47. Thota permanently moved from his home in Seattle to join Plaintiff as a CTO and
5 Co-Founder on or about February 28, 2007. After Thota permanently joined, the prototype of
6 Nextdoor/Fatdoor was quickly developed into a working product based on Plaintiff's original
7 ideas and inventions. Plaintiff left his full time employment at his private law practice and joined
8 as the full time CEO of Fatdoor, Inc. Per the guidelines set forth by investors, Plaintiff actively
9 transferred existing law firm clients to other attorneys to ensure that Plaintiff could focus full time
10 on Fatdoor, Inc. On or about January 27, 2007, Plaintiff was invited to the home of Stanford
11 University ("Stanford") professor, Dr. Hector Garcia Molina ("Dr. Molina") for brunch, after a
12 referral to Plaintiff from Stanford computer science professor, Dr. Andreas Paepcke ("Dr.
13 Paepcke"). Plaintiff brought along Thota to brunch at the home of Dr. Molina. Dr. Molina is on
14 the Board of Directors of Oracle, Inc. and was a former Chairman of the Computer Science
15 department at Stanford. Dr. Molina was impressed by the Nextdoor/Fatdoor technology, methods
16 of organizing database structures in a geospatial manner, and the concept around getting to know
17 neighbors. Dr. Molina and Dr. Paepcke agreed to become strategic advisors and small investors in
18 Fatdoor, Inc. around the Nextdoor/Fatdoor concept along with Drazan and Harris, Jr. A few
19 months later, Stanford computer science professor Rajeev Motwani ("Motwani") also agreed to
20 be an advisor and small investor in the Nextdoor/Fatdoor. Motwani was a former advisor to
21 Google, Inc. founders, Sergey Brin and Larry Page.

22 48. Plaintiff is the lead inventor on an additional thirty (30) or more United States
23 patent applications and international patent applications approximately between March 13, 2007
24 and August 15, 2007 based around neighborhood social networking, mobile applications, and
25 geo-spatial technologies. These patents collectively represent some of the earliest geospatial
26 social networking and mobile patent applications ever filed.

27 49. The phrase "Get to know your neighbors" was applied for as a United States
28 trademark on or about November 22, 2006, with United States trademark serial number

1 77049854. The class description for "Get to know your neighbors" was provided to the USPTO
 2 under serial number 77049854 as:

3 "Computer services in the nature of customized web pages
 4 featuring user-defined information, personal profiles and
 5 information, namely, providing location tagged profiles using
 6 spatial and geo-coded information through the Internet; Computer
 7 services, namely, providing a specialized search engine for finding
 8 personal, geographical and business data on a global computer
 9 network"

10 The name "Fatdoor" was applied for as a United States trademark on or about November 21,
 11 2006, with United States trademark serial number 77049286 with a similar description as "Get to
 12 know your neighbors."

13 50. The name "Fatmail" was applied for as a United States trademark on or about
 14 April 5, 2007, with United States trademark serial number 77150247. The class description for
 15 "Fatmail" was provided to the USPTO under serial number 77150247 as:

16 "Paper goods and printed material, namely, envelopes, pamphlets,
 17 coupons books and publications which promote the goods and
 18 services of others for advertising in a neighborhood geo-spatial
 19 environment"

20 Upon reason and belief, the secret technical details, software algorithms, knowhow, and then
 21 unpublished patent applications surrounding the Fatmail concept were opportunistically
 22 misappropriated and stolen by Defendants to enable the verification of neighbors permitted into
 23 the network through postal mail.

24 51. Upon information, reason, and belief, Plaintiff's Nextdoor/Fatdoor idea was very
 25 well received by major thought leaders, including Mark Pincus ("Pincus"), who wrote to Plaintiff
 26 and Fatdoor, Inc. Director Drazan on or about March 5, 2007 stating:

27 "[r]aj, your idea and background were both compelling. sorry if i
 28 barraged you with feedback before you could get the whole idea across.
 29 i'd def be interesting following up as i like the general macro space and
 30 think there are many directions you could go with it. best, mark" [sic]

31 52. Pincus agreed to participate in the first Nextdoor/Fatdoor private beta launch